

PORTOLA CENTER AREA PLAN

CHAPTER ONE

INTRODUCTION

- 1.1 INTRODUCTION**
- 1.2 PROJECT PLANNING OBJECTIVES**
- 1.3 PROJECT DESCRIPTION**
- 1.4 PROJECT BACKGROUND**
- 1.5 PROJECT SITE LOCATION AND SETTING**
- 1.6 EXISTING SURROUNDING LAND USES**
- 1.7 PLANNING CONTEXT**

1.1 INTRODUCTION

Portola Center is a new Area Plan within the original planning framework of the Portola Hills Planned Community that establishes new land uses, design guidelines, and development standards. The Area Plan includes project design features, community facilities, and amenities and outlines the community design guidelines, land use regulations, development standards, and implementation plans. The purpose of the Portola Center Area Plan is to regulate the planning and development of the Portola Center Project.

The regulatory framework for this Area Plan includes the City of Lake Forest General Plan, the City of Lake Forest Municipal Code, the Portola Hills Planned Community Regulations, the Portola Center Development Agreement, applicable Orange County design standards, Retaining Wall Design Guidelines, and OCFA fire protection requirements for new development projects.

1.2 PROJECT PLANNING OBJECTIVES

The Portola Center Project objectives address a range of planning elements for the site, including housing and land use objectives, grading and landform, neighborhood character and community design, and compatibility with the surrounding environment. The Project's objectives are:

- ❖ *Provide a comprehensive plan for development of Portola Center which implements the goals and policies of the Lake Forest General Plan.*
- ❖ *Establish a distinct image and identity for Portola Center.*
- ❖ *Develop new neighborhoods compatible with and complementary to the fabric of the larger Portola Hills Planned Community.*
- ❖ *Provide a balanced mix of single family and multi-family homes and active public and private uses.*
- ❖ *Develop a balanced grading plan for the project and the community.*
- ❖ *Integrate the land use plan, landscape plan, and use of retaining walls into the Fire Protection Plan to increase the defensibility of the site to wildfire.*
- ❖ Create multiple active and passive recreational spaces with connectivity to the Project's neighborhoods and surroundings.

1.3 PROJECT DESCRIPTION

The Portola Center Project is located on an approximately 196-acre site in the Portola Hills Community of Lake Forest. The Project is separated into two Tentative Tract Maps (TTM15353 and TTM17300) consisting of a mix of single family and multifamily homes, public and neighborhood parks, public trails, and a small neighborhood-serving retail component. The Project site is bifurcated by Glenn Ranch Road east to west and Saddleback Ranch Road north to south, breaking the Project site into three separate planning areas, the Portola South Planning Area, the Portola Northwest Planning Area, and the Portola Northeast Planning Area. TTM17300 contains the two Northern Planning Areas and TTM15353 contains the South Planning Area.

In total, the Project consists of 930 single family and multifamily homes and 10,000 square feet of retail space covering an Area Plan with three Planning Areas comprising 8 separate Planning Units. The Northwest Planning Area consists of one Planning Unit of 81 single family homes and the Northeast Planning Area consists of one Planning Unit of 223 single family homes for a total 304 singlefamily homes. The Portola Center South Planning Area consists of 626 homes and 10,000 square feet of retail space comprising six Planning Units, including four distinct single family neighborhoods of 313 homes, one multifamily neighborhood of 256 homes, and a small mixed use site supporting 57 affordable apartments and 10,000 square feet of neighborhood-serving retail. As part of the Project's affordable housing component, 18 attached accessory dwellings are distributed across the Northwest and Northeast Planning Areas.

The North Planning Areas are planned with lot sizes that are intended to be compatible with the larger lot single family neighborhoods of the Portola Hills Community along the Project's northern boundary whereas the South Planning Area is planned with a range of lot sizes and home types.

In addition to the single family neighborhoods, the Northwest and Northeast Planning Areas include two neighborhood parks each approximately 0.5 acre in size. The North Planning Areas include fencing and landscaping enhancements to existing Aliso Serrano Regional Riding & Hiking Trail located along the north side of Glenn Ranch Road and a partial realignment and improvements to the Whiting Ranch Coyote Brush Trail where that trail crosses through the Project's boundary. The South includes a public 5-acre Community Park to be dedicated to and owned and operated by the City of Lake Forest, approximately 4.2 acres of neighborhood parks and community recreational facilities, and 1.5 acres of new public-use trails with exercise stations and other amenities.

In summary, in addition to providing a range of housing types, the development of Portola Center will result in additional open space creation, a new 5-acre public park, new public-use trails with recreational amenities, and trail enhancements to the existing Aliso Serrano Regional Riding and Hiking Trail and Whiting Ranch Trail.

1.4 PROJECT BACKGROUND

The Portola Center Project is located on an undeveloped 196-acre site in the City of Lake Forest, California, adjacent to the existing master-planned community of Portola Hills. As originally part of the Portola Hills Planned Community, the Project site was approved for approximately 150 acres of commercial and industrial uses by the County of Orange in 1986. At that time, the Project site was located within the 65 dB CNEL Noise Contour for the Marine Corps Air Station (MCAS) El Toro and, as a result, was restricted to non-residential uses. Between 1986 and 2002, the remainder of Portola Hills was developed with single family and multi-family homes, a fire station, an elementary school (Portola Hills Elementary), and recreational and open space uses.

Following the closure of MCAS El Toro, the City of Lake Forest commissioned an "Opportunities Study" to identify land uses that would be appropriate on properties no longer encumbered by the 65 dB CNEL Noise Contour. These properties were collectively identified as the Opportunities Study Area (OSA) and consisted of approximately 838 acres of undeveloped property, including the Portola Center Project site. The City initiated changes to the allowed land uses on the OSA properties from industrial and commercial uses to residential, mixed uses, and public parks to better serve the needs of the community. As part of the OSA Process, the City processed a General Plan Amendment (GPA) to amend the permitted land uses on the OSA properties, including the Project site. For the Portola Center site, the GPA evaluated approximately 125 acres of residential uses, 13 acres of mixed (commercial) uses, public facilities, open space, and park uses. In June 2008, the City approved the OSA GPA.

Concurrently with the approval of the OSA GPA, the City entered into a development agreement with the property owners of Portola Center, the Portola Center Development Agreement (DA), that provides certain extraordinary benefits to the City of Lake Forest in exchange for the vested right to develop between 904 and 930 residential units and up to 40,000 sq. ft. of commercial uses on the Project site. Such public benefits include contributions toward city facilities (i.e., the 65-acre Glass Creek Sports Park, neighborhood parks, and a community center), school facilities and improvements, and traffic/transportation improvements specified in the Lake Forest Transportation Mitigation (LFTM) Ordinance.

In 2010, an Implementing Agreement was executed between the Portola Center property owners and the City of Lake Forest further defining the development rights for the Project site and incorporating the Project's Orange County Central-Coastal Natural Communities Conservation Plan/Habitat Conservation Plan (NCCP/HCP) Minor Amendment approval allowing for the removal of natural habitat onsite through fulfillment of the Project's habitat mitigation requirements.

1.5 PROJECT SITE LOCATION & SETTING

The Portola Center site is located in the northern foothills of the City of Lake Forest, in the County of Orange, California; see Exhibit 1-1 – Portola Center Vicinity Map and Exhibit 1-2 – Portola Center Aerial Photo. The site is located northeast of the Foothill Transportation Corridor (SR-241), west of El Toro Road and south of existing

development. El Toro Road, Portola Parkway and Santiago Canyon Road provide regional access to the Project site. The undeveloped site is bisected in an east/west direction by Glenn Ranch Road and in a north/south direction by Saddleback Ranch Road.

1.6 EXISTING SURROUNDING LAND USES

Portola Center is located in a region that has undergone extensive urbanization over the past 18 years. With the exception of the Project site, development within the project vicinity is largely completed. The site comprises the southernmost portion of Portola Hills, a planned community that includes just under 2,200 single-family detached, single-family attached, and multi-family homes, the Portola Hills Elementary School, Orange County Fire Authority (OCFA) Fire Station #42, recreation facilities, and open space areas.

Other existing development in the region includes the Foothill Ranch Planned Community, located west of the Project site, which is comprised of residential, commercial, light industrial and employment land uses. The Painted Trails Planned Community is located southeast of the Project site and includes single and multi-family residential homes, parks and recreation facilities.

Immediately northwest and west of the Project site is the Whiting Ranch Regional Park, a 4,300-acre open space Regional Park which is part of the Central Coastal NCCP Reserve. To the south of the Project site is the Southern California Edison (SCE) easement/open space and a portion of the Foothill Ranch business park. To the east and southeast of the site are Aliso Creek and El Toro Road. Exhibit 1-1, Portola Center Vicinity Map, Exhibit 1-2, Portola Center Aerial Photo, and Exhibit 1-4, Lake Forest Project Vicinity Zoning Map, provide overviews of the uses and landscape around the Project site.

Saddleback Ranch Road and Glenn Ranch Road provide vehicular access from the Project site to major arterials, including El Toro Road, Portola Parkway, the Foothill Transportation Corridor, and the Interstates 5 and 404 freeways further to the west and southwest of the site.

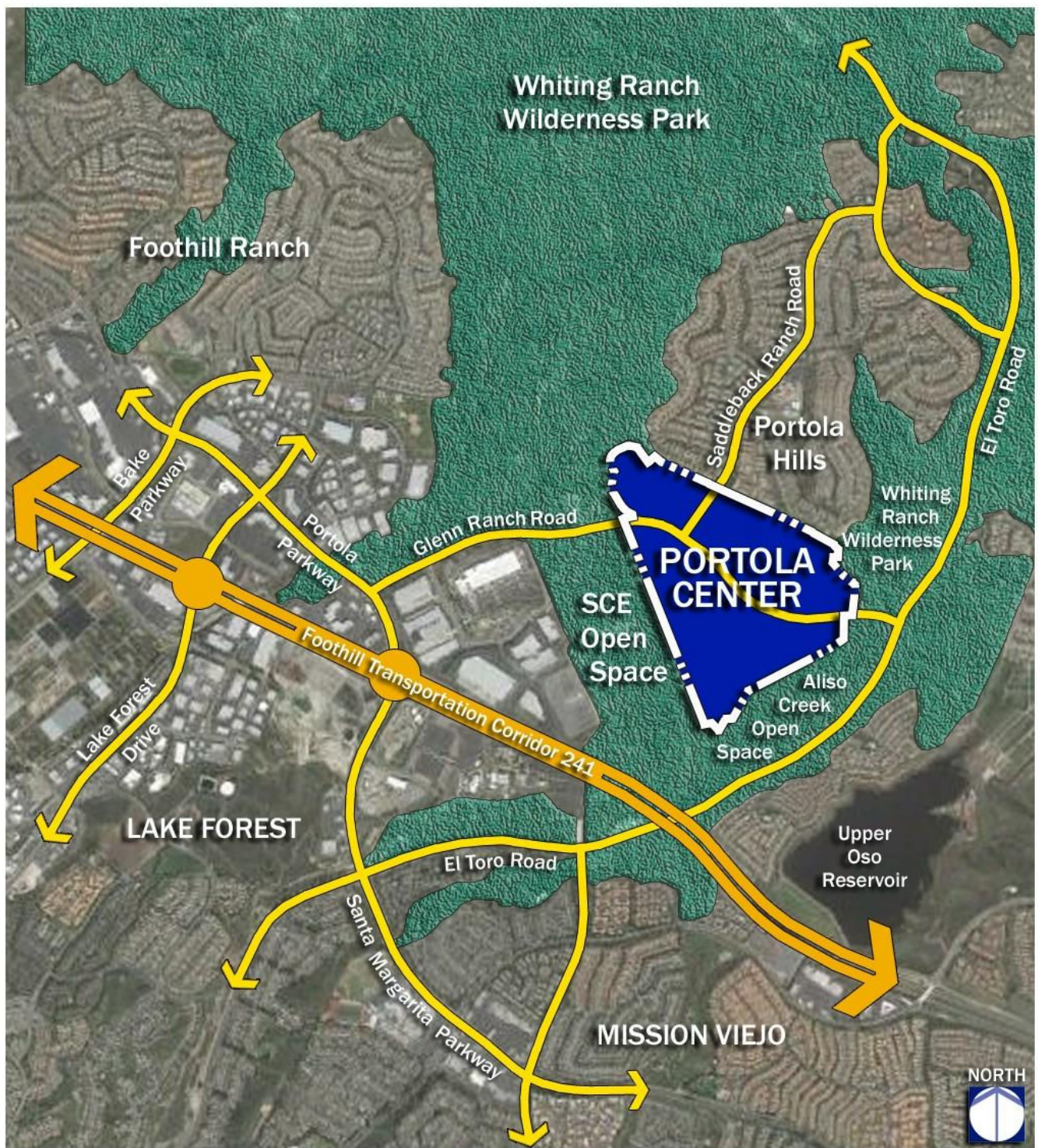


Exhibit 1-1
Portola Center Vicinity Map



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Exhibit 1-2 **Portola Center Aerial Photo**

1.7 PLANNING CONTEXT

Portola Center will be developed within the context of the Portola Center Development Agreement and local and regional plans, policies, as well as various local, state, and federal regulations. Following is a summary of the regulatory framework for the Project.

1.7.1 City of Lake Forest General Plan

The City of Lake Forest General Plan lays out the land use framework for development in the City. On June 3, 2008, the City adopted General Plan Amendment 2008-02 for the Portola Center Project site as part of the Opportunities Study Area planning process. The City's updated General Plan contains the policies, land use designations, and guidelines for how new development, including the Portola Center Project site, will occur. Exhibit 1-3, Lake Forest General Plan Map, depicts the General Plan-designated land uses in the City of Lake Forest. The General Plan includes policies related to circulation, housing, conservation of natural resources, public facilities and public safety, and noise. This Area Plan must be consistent with the General Plan land use designations as well as applicable General Plan policies.

Given the scale of the project site, the General Plan Amendment 2008-02 land use designations were general in nature. The precise delineation of the proposed Area Plan land uses are defined by street alignments, presence of environmental resources, consultation with regulatory agencies, and compliance with the Development Agreement established intensity of development.

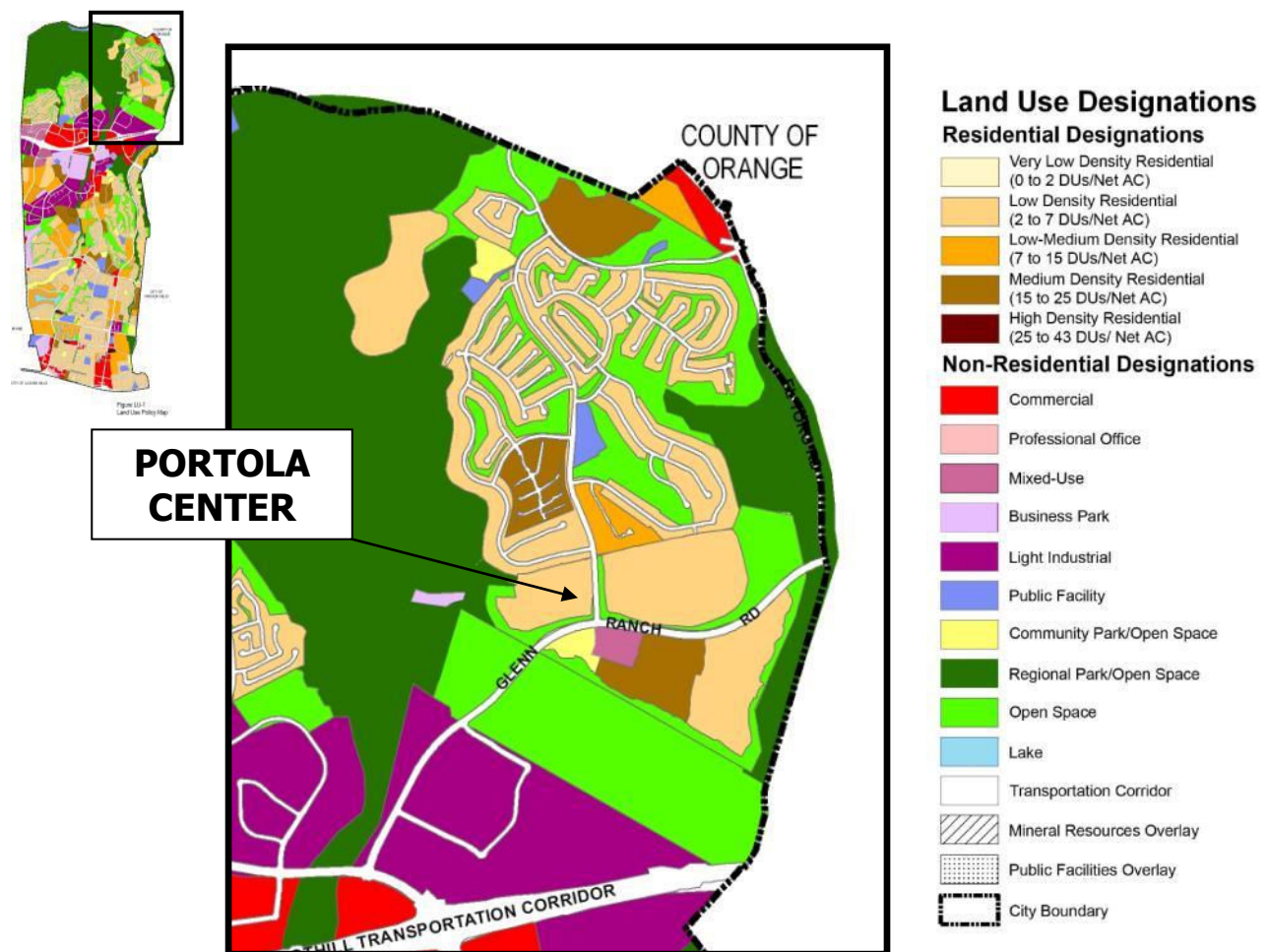


Exhibit 1-3
Lake Forest General Plan Designations

1.7.2 City of Lake Forest Zoning Map

Zoning is the implementation of land uses identified by the General Plan. The zoning for the Portola Center project is designated by the Portola Hills Planned Community regulations and the Lake Forest Municipal Code. The zoning regulations for each property define the allowable uses, building restrictions such as building height, setbacks, and floor area ratio, and outline the process for conditional uses, site development plans, et cetera. Exhibit 1-4 shows the zoning for the Project site. Absent those zoning regulations and standards that are defined by this Area Plan and specific to the Portola Center Project, the Portola Center Project must comply with the more restrictive of the City of Lake Forest Zoning Ordinance or the Portola Hills Planned Community Regulations.

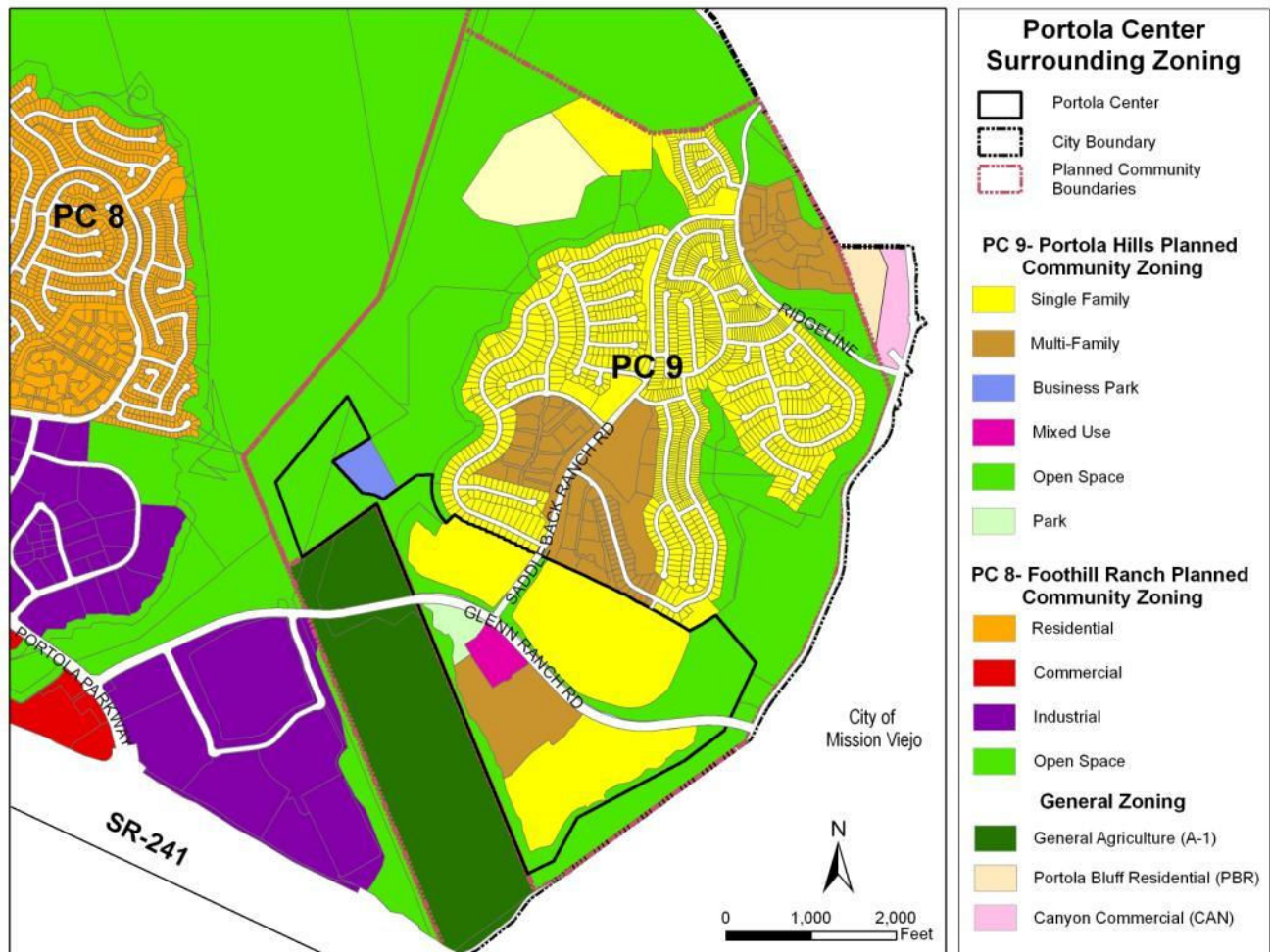


Exhibit 1-4
Lake Forest Project Vicinity Zoning Map

1.7.3 PORTOLA HILLS PLANNED COMMUNITY REGULATIONS

The Portola Center Project site falls within the Portola Hills Planned Community. The Portola Hills Planned Community Regulations allow for the creation of new Area Plans and Planning Areas and Planning Units for individual areas within its boundaries and the implementation of alternative development standards to be established by the new Area Plan. Section III of the Portola Hills Planned Community Regulations states that "alternative development standards may be established by approval of an Area Plan or Site Plan as described in Sections VII and XVIII." Section XVII further states that "An Area Plan may be approved which establishes alternative site development standards or uses for residential and nonresidential projects." Section XVII, "Area Plan Regulations and Procedures" specifies the content and procedures by which an Area Plan can be amended or created. Chapter 9 of this Area Plan contains detailed information on the Portola Center Area Plan Regulations and Procedures, including the Site Planning process and the subsequent development approvals required for the Project.

1.7.4 PORTOLA CENTER DEVELOPMENT AGREEMENT

The City of Lake Forest and the Portola Center property owners entered into the Portola Center Development Agreement in 2008 which provided certain extraordinary public benefits to the City and vested certain developed rights for Portola Center. This Area Plan must be consistent with the requirements of the Portola Center Development Agreement. The Table of Contents from the Development Agreement is shown in Table 1-1 along with the section of this Area Plan where the required information can be found.

1.7.5 CENTRAL/COASTAL ORANGE COUNTY NCCP/HCP

The Central/Coastal Orange County NCCP/HCP is a large-scale ecosystem-based multiple habitat, multiple species conservation plan established in 1996 that encompasses the central coastal portions of Orange County. Under the auspices of the State of California Natural Communities Conservation Plan and through the creation of a 37,000-acre preserve, the plan provides regional protection for threatened and endangered species and their native habitats within the plan area while allowing compatible land uses and appropriate development. The Portola Center Project has an approved NCCP/HCP Minor Amendment that allows for the removal of natural habitat onsite through fulfillment of the Project's habitat mitigation requirements. The landscape and community design guidelines defined in this Area Plan must be consistent with the Portola Center NCCP/HCP Minor Amendment.

1.7.6 LOCAL, STATE, AND FEDERAL REGULATORY FRAMEWORK

Various local, state, and federal ordinances, laws, codes, and regulations will govern many aspects of the Project, including the process of constructing the Project to its completion and long-term operation. Some of those laws include the California Environmental Quality Act, the California Building Code, the Lake Forest Grading and Noise Ordinances, Orange County Fire Authority Fuel Modification and Fire Safety regulations, the Regional Water Quality Control Board National Pollution Discharge Elimination System (NPDES) Permit requirements for storm water runoff, the Occupational Safety and Health Administration (OSHA) and U.S. Environmental Protection Agency Laws and Regulations, and many others applicable to the construction and operation of new development.

**TABLE 1-1: PORTOLA CENTER DEVELOPMENT AGREEMENT
TABLE OF CONTENTS**

DEVELOPMENT AGREEMENT AREA PLAN TABLE OF CONTENTS	PAGE IN THIS AREA PLAN:
I. Introduction	11
II. Background	12
A. Location and Setting	12
1. Location	12
2. Site Characteristics	12
3. Surrounding Land Uses	13
B. Planning Context	16
1. Lake Forest General Plan	16
III. Development Plan	26-31
A. Master Land Use Plan	30
1. Grading Concept Plan	32-37
a. Wall Plan	33, 38-40
2. Circulation Plan	42-57
3. Landscape Plan	123-141
a. Maintenance Responsibility Plan	PFFP (Appendix A)
B. Affordable Housing Implementation Plan	Appendix B
C. Open Space Plan	143
1. Trail Connection to Aliso Creek Trail	73-74
D. Fuel Management Plan	143
IV. Public Facilities and Services	58
A. Drainage Master Plan	59-62
B. Sewer Master Plan	59-62
C. Water Distribution Plan	59-62
D. Dry Utilities Plan	63
E. Recreation Facilities	64
1. Public and Private Recreation Facilities Plan	64-82
a. Recreation Phasing Plan	PFFP (Appendix A)
F. Public Facilities Financing and Phasing Plan	Appendix A
V. Design Plan	83-104
A. Signage for the Mixed Use Area	121-122
B. Multi-family Residential Parking Management Plan (CCRs)	PFFP (Appendix A)
C. Expanded Sidewalk along Saddleback Ranch Road within Portola Center	53-57

**TABLE 1-1: DEVELOPMENT AGREEMENT TABLE OF CONTENTS
(CONTINUED...)**

DEVELOPMENT AGREEMENT AREA PLAN TABLE OF CONTENTS	PAGE IN THIS AREA PLAN:
I. Technical Reports	*
A. Preliminary Geotechnical Study	*
B. Soils Report	*
C. Phase 1 Environmental Assessment	*
D. Traffic Study	*
1. Access from Northeast Area of Project to Glenn Ranch Road	*
2. Intersection of Millwood Road and Saddleback Ranch Road	*
3. Expanded Sidewalk Along Saddleback Ranch Road	*
4. Portola Parkway at Glenn Ranch Road	*
5. Free Right Turn from Saddleback Ranch Rd. to Glenn Ranch Rd.	*
E. Hydrology Study	*
F. Water Quality Management Plan (WQMP)	*
G. Noise Analysis	*
H. Cultural Resource Study	*
I. Biological Resource Study	*
J. Title Report	*
Exhibit List	
Exhibit A Location Map	14
Exhibit B General Plan Map	16
Exhibit C Zoning Map	17
Exhibit D Land Use map	30
Exhibit E Grading Concept Map	35-37
Exhibit F Circulation Map	44
Exhibit G Landscape Plan Map	126, 128-129
Exhibit H Maintenance Responsibility Plan Map	PFFP (Appendix A)
Exhibit I Open Space Map	25, 143
Exhibit J Fuel Modification Map	143
Exhibit K Drainage Plan Map	62
Exhibit L Sewer Plan Map	61
Exhibit M Water Distribution Plan Map	60
Exhibit N Dry Utilities Plan Map	PFFP (Appendix A)
Exhibit O Recreation Plan Map	74, & Ch. 6

* *Technical Reports are prepared as supplemental reports for the Project's Environmental Impact Report (EIR) under the California Environmental Quality Act Process.*